

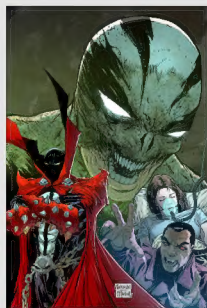
**AL SIMMONS RETURNS NEXT ISSUE!**

**image**  
**249**  
**DIGITAL  
EDITION**

# SPAWN®



McFARLANE  
SZYMON



## PREVIOUSLY IN SPAWN

Jim and Susan are waiting for Sara to come out of a coma. Susan, acting concerned, uses it as an excuse to continuously touch Jim and absorb his powers. Jim, distraught, decides to take matters into his own hands. Meanwhile, Marc works on getting information on Matthew Ramus. From behind him comes a visitor, Daniel Kilgore, who enlists Marc to help Spawn win his final battle against evil. Unconvinced, Marc is reluctant to help Daniel, even when he morphs into Haunt. It is only when Haunt gives Marc a file containing information about Wanda, that he begins to trust him. On the other side of town, Mathew Ramus is unexpectedly ripped from his limo by Spawn. Spawn takes Ramus to the top of a building into the bright sunlight. Because the Costume poisoned Sara, Spawn uses Ramus as a host in order to question the Costume on how to save her. Ramus threatens to kill Downing, but Downing knows they are connected and he has the upper hand.



**Jim Downing (Spawn)** – A man whose past is shrouded in mystery, and connected intimately to the very fabric of the Spawn mythos, Jim is the world's newest Hellspawn... and so much more. Having spent years in a deep coma, Jim's main drive is piecing together the fragments of the man he was, in an effort to discover the man he truly is.



**Sara Johnston** – When Jim woke from his coma (issue #185), Sara was the first person to greet him on the other side of the darkness. A woman of strong faith, Sara's connection to Jim put her life in jeopardy and now she lies in a coma waiting for Jim to save her.



**Marc Rosen** – A would-be reporter-turned-media manager and confidant of Jim Downing, Marc views Jim as his ticket to a better life – though the price for that success may be far greater than Marc knows.



**Susan Mathews** – Susan is Marc Rosen's girlfriend and a woman with strong abandonment issues. After a tragic suicide, Susan's body now plays host to demon Hel, a spy of Clown's.



**Daniel Kilgore** – A lapsed priest with a "haunting" secret, Daniel Kilgore has been drawn to something sinister lurking in the shadows of New York City. What, if any connection he has to Jim Downing of Spawn remains to be seen, but this quiet, solemn young man just may be a bigger threat than anyone realizes.



**Bludd** – An old and powerful vampire leader, the true depths of Bludd's history are as yet unknown. In his human guise as the international mogul, Mr. Ramus, Bludd has amassed great wealth and influence. His desire to control the Jim Downing, and with him the powers of the K7-Leetha, is no secret, and has led to an uneasy partnership between Bludd and Jim – a partnership that is mutually beneficial, and, quite possibly, mutually destructive.

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YOU'RE  
GOING TO  
**DIE!**  
EVERY LAST  
**ONE**  
OF YOU!

ENOUGH!

IF YOU HAD  
THE POWER, YOU  
WOULDN'T NEED TO TALK.  
**YOU'D JUST KILL ME!**  
BUT YOU CAN'T... OR YOU  
WON'T. SO YOU DON'T GET TO  
SIT THERE AND QUESTION  
ANYTHING I WANT  
YOU TO DO!

AND I HOPE  
YOU KEEP POURING  
OUT ALL THE EVIL INSIDE  
YOU! IT'LL MAKE THINGS  
THAT MUCH EASIER FOR  
ME! BECAUSE YOU'RE  
DONE CONTROLLING  
ME!







AND SOON...  
I'LL BE YOUR  
MASTER.



YOU STILL  
HAVE NO  
IDEA HOW  
I WORK, DO  
YOU?

**DO  
YOU?!**

YOU THINK  
IT WAS YOU WHO  
HEALED ALL THOSE  
PEOPLE? IT NEVER  
WAS! IT WAS ME!  
I CURED THEM.  
**ALL OF  
THEM!**

BECAUSE I KNEW  
ONE DAY YOU'D RISE  
UP AND TRY TO ASSERT  
YOURSELF. THEY'VE ALL  
TRIED THAT. EVERY SPAWN  
I'VE BEEN ATTACHED TO  
THOUGHT THEY WERE THE  
ONE WITH POWER INSTEAD  
OF ACCEPTING THAT  
I WAS GIVING IT  
TO THEM!

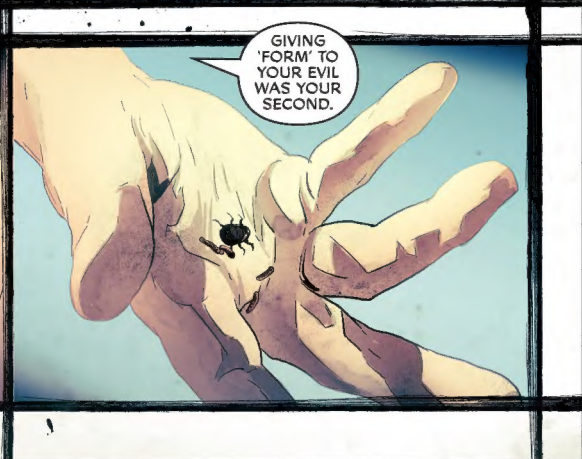
SO YOU'RE  
GOING TO STAND  
HERE NOW AND  
PRETEND TO BE  
SUPERIOR TO  
**ME?!**



I'M NOT  
PRETENDING.



THAT'S  
YOUR FIRST  
MISTAKE.



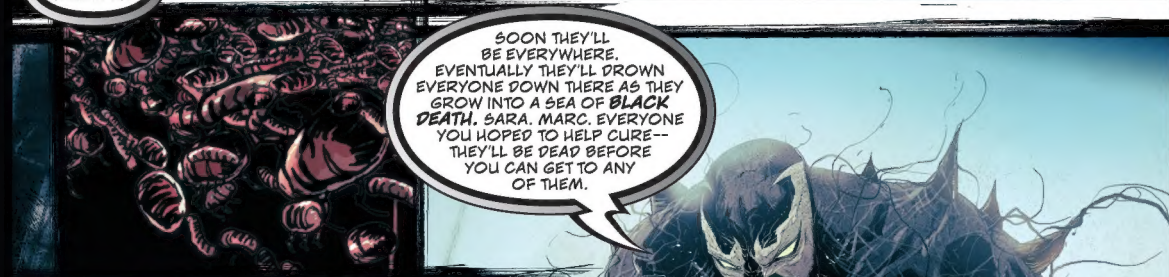
GIVING  
'FORM' TO  
YOUR EVIL  
WAS YOUR  
SECOND.



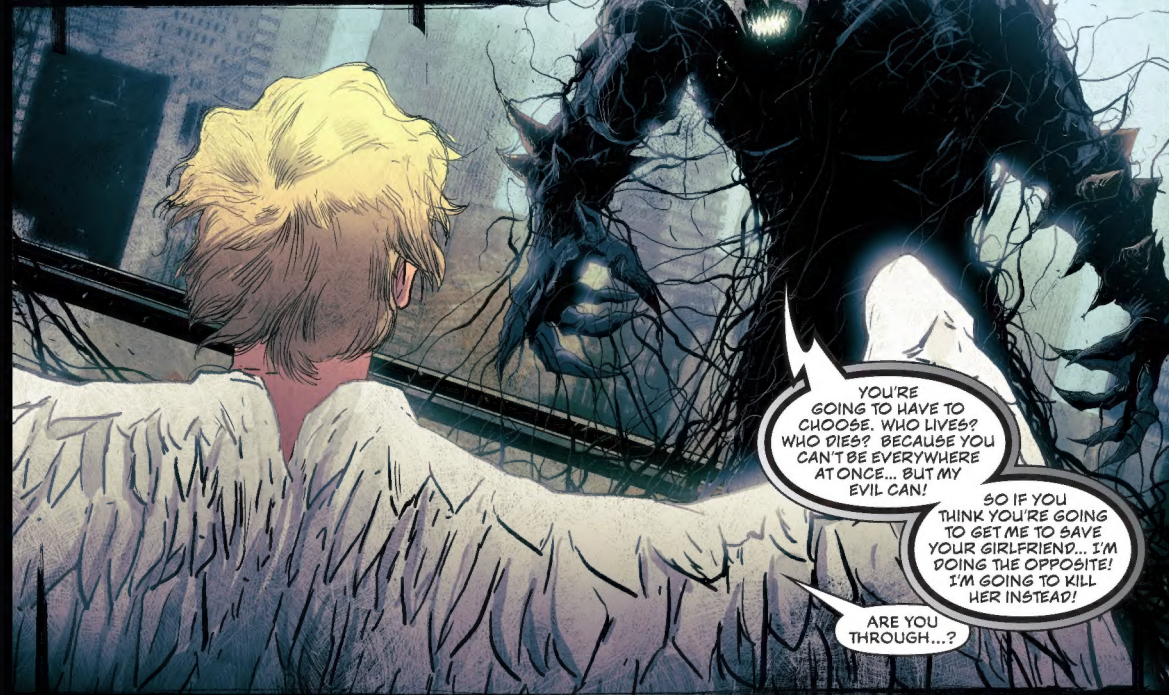


THEY DON'T NEED MY EVIL TO FEED OFF YOU HUMANS HAVE MORE THAN ENOUGH TO MAKE THEM THRIVE.

TO MAKE THEM MULTIPLY.



SOON THEY'LL BE EVERYWHERE. EVENTUALLY THEY'LL DROWN EVERYONE DOWN THERE AS THEY GROW INTO A SEA OF **BLACK DEATH**. SARA. MARC. EVERYONE YOU HOPED TO HELP CURE-- THEY'LL BE DEAD BEFORE YOU CAN GET TO ANY OF THEM.



YOU'RE GOING TO HAVE TO CHOOSE. WHO LIVES? WHO DIES? BECAUSE YOU CAN'T BE EVERYWHERE AT ONCE... BUT MY EVIL CAN!

SO IF YOU THINK YOU'RE GOING TO GET ME TO SAVE YOUR GIRLFRIEND... I'M DOING THE OPPOSITE! I'M GOING TO KILL HER INSTEAD!

ARE YOU THROUGH...?

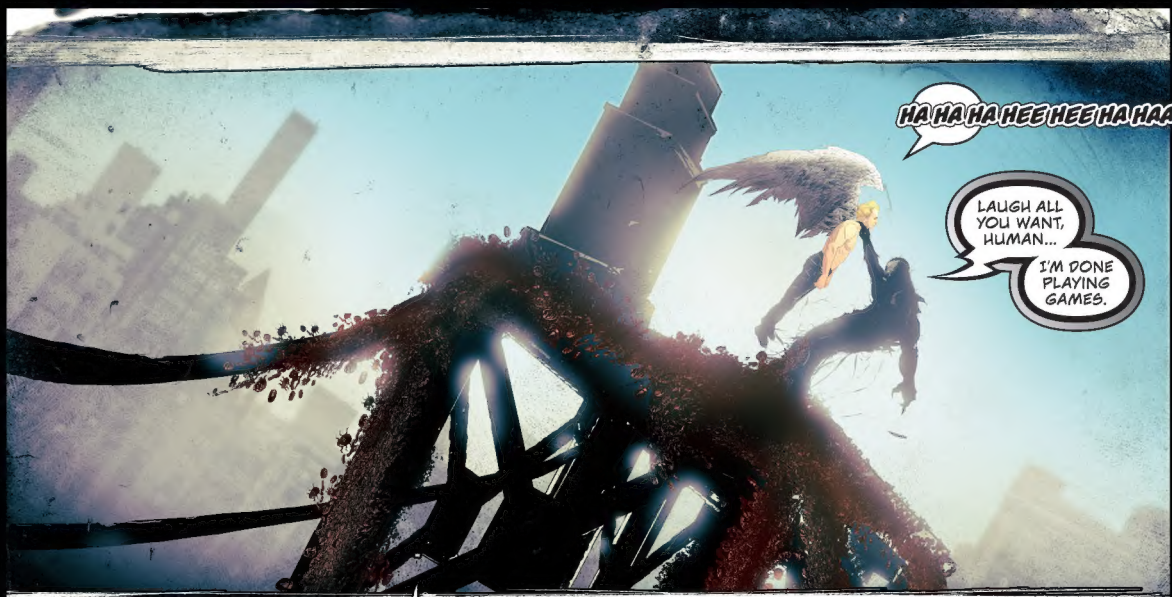


HARDLY!



I'M JUST GETTING STARTED.





HA HA HA HEE HEE HA HAA

LAUGH ALL  
YOU WANT,  
HUMAN...

I'M DONE  
PLAYING  
GAMES.

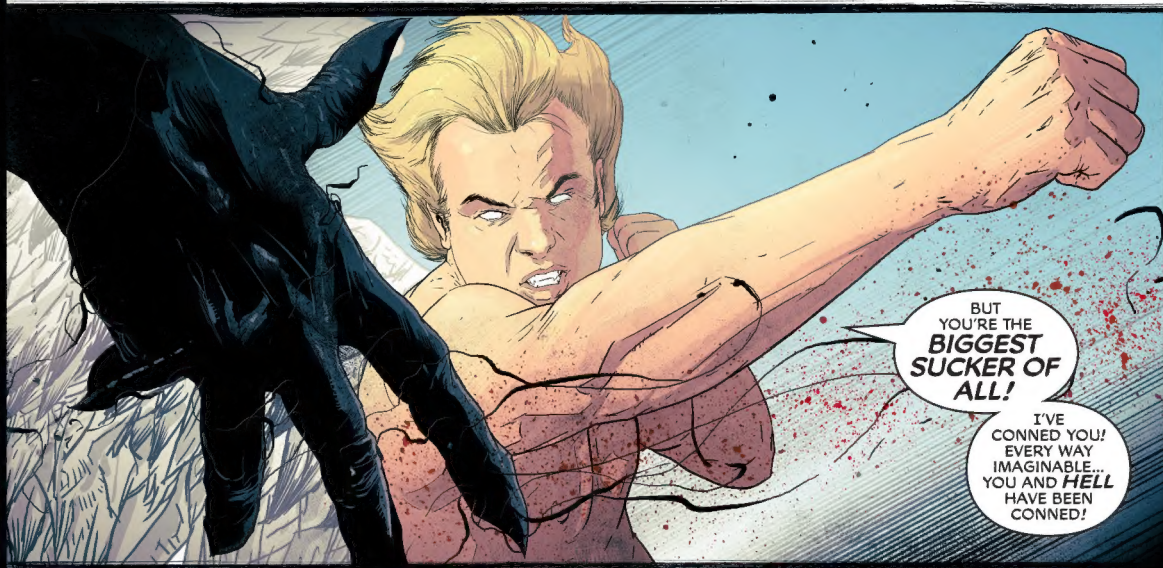
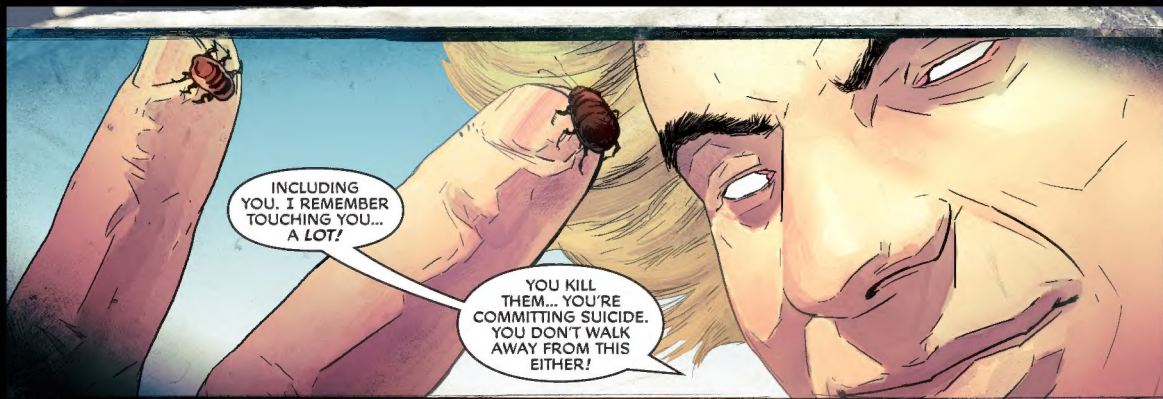


BECAUSE  
YOUR ARROGANCE  
IS GOING TO COST  
MILLIONS OF NEW  
YORKERS THEIR  
LIVES.

THEY LOOKED  
UP TO YOU DOWNING,  
THEY THOUGHT YOU  
WERE THEIR SAVIOR!  
INSTEAD, YOU WERE THEIR  
GRIM REAPER!

WHY?  
BECAUSE OF A  
WOMAN? BECAUSE  
OF SARA? YOU'D TRADE  
ALL THOSE LIVES BELOW  
FOR HER?! EVERYONE  
YOU'VE TOUCHED  
HAS ALREADY BEEN  
POISONED. I MADE  
SURE OF THAT!









YOU  
THOUGHT  
YOU WERE  
USING  
ME?

I LET  
YOU! CAN YOU  
COMPREHEND  
THAT? I LET YOU  
THINK YOU WERE  
WINNING! JUST SO  
WE COULD GET  
TO THIS EXACT  
MOMENT!

I WANTED YOU  
HERE-- ATTACHED  
TO A NON-HUMAN  
LIKE BLUDD!

BECAUSE  
IT MAKES YOU  
WEAK. THE WAY  
YOU FIGHT IT IS  
TO DRAIN YOUR-  
SELF OF MORE  
POWER.

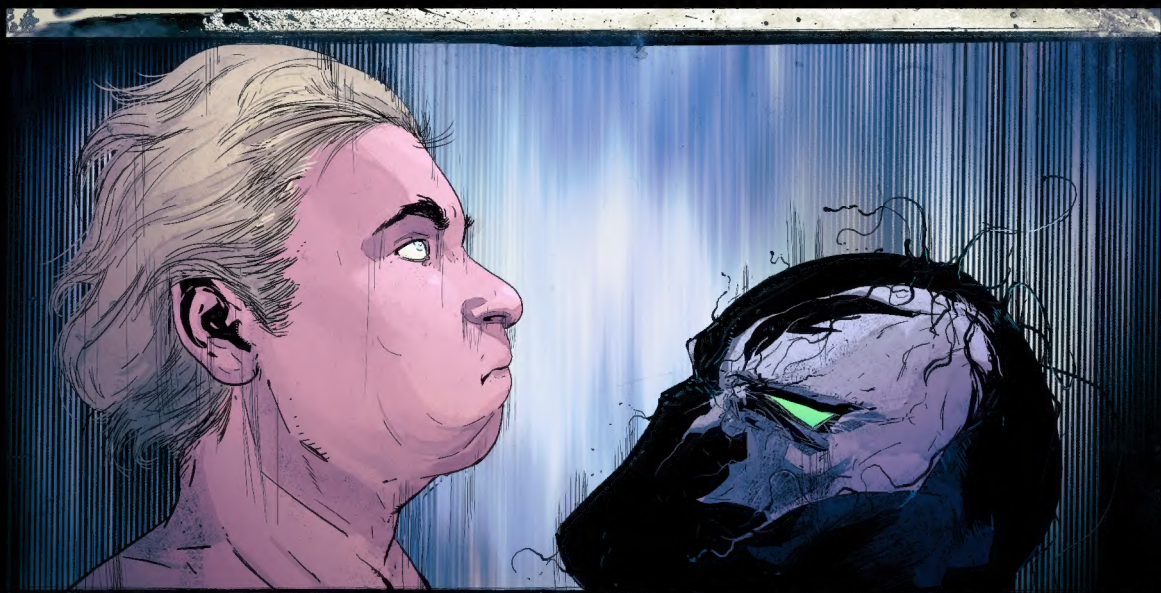


SO  
SPREAD  
YOUR DAMN  
EVIL! I DARE  
YOU!

BECAUSE  
YOU'RE GOING  
TO SUBMIT TO  
ME... OR WE'RE  
BOTH GOING TO  
DIE! EITHER  
WAY I WIN!

SO TELL  
BLUDD TO HOLD  
HIS BREATH... THIS  
IS GOING  
TO BE  
PAINFUL!









ment Scoop reports Brad Pitt is attached to play the role of Captain Patriot in the Fincher-directed film. President-elect Obama will also  
side the hole. ... Ewoks have been spotted near a Brooklyn soup kitchen. Reports indicate these Ewok refugees have been in hiding

WITH NEWS ABOUT SARA JOHNSTON'S SUDDEN ILLNESS WHICH FORCED HER TO BE RUSHED TO A HOSPITAL LATE LAST NIGHT, WE ARE STILL AWAITING ANY UPDATES TO HER CURRENT CONDITION. SOME SOURCES SAY SHE IS IN A COMA, WHILE CONFLICTING REPORTS SAY SHE IS AWAKE AND DOCTORS ARE TENDING TO HER INJURIES. IN EITHER CASE, IT APPEARS SHE HAS BEEN LISTED IN STABLE CONDITION.

AS MOST OF YOU KNOW, SHE HAS BEEN LINKED AS THE NURSE WHO WAS AT JIM DOWNING'S BEDSIDE WHEN HE WAS IN HIS MULTI-YEAR COMA. SINCE AWAKENING, HE'S SHOWN TRAITS OF POTENTIAL ENHANCED ABILITIES. THOSE ABILITIES HAVE LED HIM TO START A FOUNDATION WITH THE GOAL OF CURING PATIENTS OF MEDICALLY TERMINAL DISEASES. WHAT HASN'T BECOME CLEAR IS WHAT MISS JOHNSTON'S TRUE RELATIONSHIP IS TO DOWNING. AND IF, AS BEEN SPECULATED, IT'S MORE THAN A PROFESSIONAL BOND BETWEEN THEM...HOW HE'LL DEAL WITH HER SITUATION AND WHAT THE FUTURE CONSEQUENCES ARE REGARDING PLANS MOVING FORWARD, ARE STILL UNKNOWN.



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side the hole. ... Ewoks have been spotted near a Brooklyn soup kitchen. Reports indicate these Ewok refugees have been in hiding

**LET ME START** BY SAYING, WE IN THE MEDIA CAN BE COMPLETE IDIOTS AT TIMES!! **WHY..?** BECAUSE WE THINK **YOU** VIEWERS ARE SUCKERS! HERE'S HOW IT WORKS...

**FIRST** WE START BY GIVING YOU NEWS THAT'S SUPPOSED TO BE THE HOTTEST STORY WE THINK YOU CAN'T LIVE WITHOUT. **THEN** WE BUILD IT INTO A HUGE DEAL IN THE FIRST FEW DAYS, REGARDLESS OF HOW IMPORTANT THE STORY **REALLY** IS. WE RAMP UP TO **HYPE-MODE** SO FAST IN TELLING YOU THE NEWS, WE LEAVE VERY LITTLE ROOM TO BUILD IT BIGGER. IN THE EVENT THERE ARE **FACTS** WHICH GROW THE STORY. LET'S LOOK AT A CURRENT EXAMPLE...

**YESTERDAY**, EVERYONE WAS IN A PANIC ABOUT WHAT HAPPENED TO SARA JOHNSTON? WE ASKED: "IS THE NEW SAV-IOR'S GIRLFRIEND **DYING**? WHY CAN'T **MYSTERY 'HEALER'** JIM DOWNING SAVE HIS OWN LOVE? IS DOWNING FOUNDATION A **FRAUD**?" ALL OF THESE TANTALIZING SOUND BITES ARE MEANT TO STIR YOUR EMOTIONS AND GET YOU TO PAY ATTENTION, EVEN THOUGH NOTHING IS ACTUALLY THERE BEYOND AN **AVERAGE** STORY WITH A **TON OF HYPE!**

NOW **TODAY** -- WE SUDDENLY JUMP TO THE 'BUG INVASION' OR THE 'COCKROACH TSUNAMI'! **WHY?** BECAUSE WE **CAN!!** WE WANT YOU TO BE SCARED AND FRIGHTENED SO YOU'LL TUNE IN. WE WANT YOU TO THINK THAT **MAYBE** YOUR HOUSE OR APARTMENT MIGHT BE NEXT. THAT SOON YOU'LL HAVE A **BATHTUB FULL OF CREEPY-CRAWLIES!** IT'S ALL B.S.!! TOMORROW WE'LL HAVE ANOTHER SENSATIONAL HEADLINE FOR YOU, SO STAY TUNED...**SUCKERS!!!**

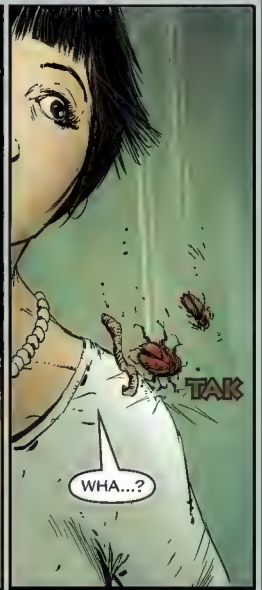
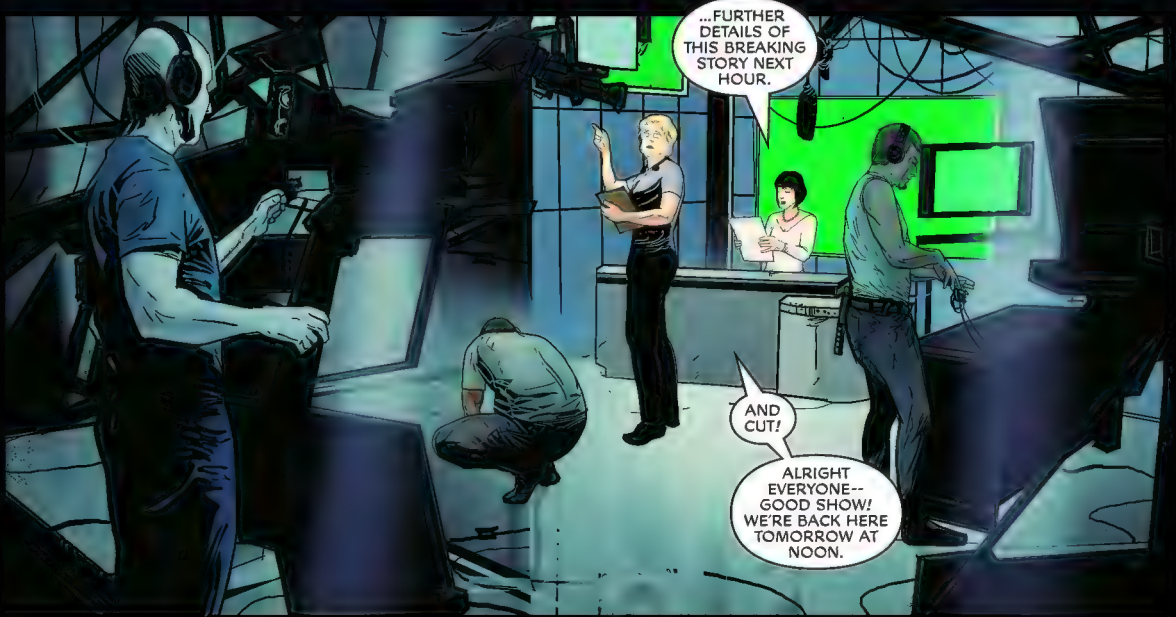


McTN 2125 17 (+3.34) SPN 1880 18 (+1.85) JTH 714 77 (+2.23) JBT 17 49 (+1.83) MAM 713 13 (+4.44) TDG 525 10 (+6.11)  
CNR reports sales of industrial cotton swabs has drastically increased since President Elect Obama's inauguration. Rain fall in San

ALL OVER MANHATTAN, POLICE AND FIRE DEPARTMENTS ARE FIELDING CALLS FROM CONCERNED CITIZENS ABOUT LARGE INFESTATIONS OF INSECTS AND SMALL CREATURES. RATS, SNAKES, AND OVER A DOZEN TYPES OF BUGS, SEEM TO BE MOBILIZING IN ENORMOUS HORDES THAT SOME WITNESSES ARE SAYING RANGE FROM A FEW HUNDRED TO TENS OF THOUSANDS -- ALL IN THE SAME PLACE. THEIR PRESENCE IS CAUSING SOME MINOR DESTRUCTION SUCH AS ELECTRICAL OUTAGES AND AIR CONDITIONING ISSUES BECAUSE OF THEIR NUMBERS. SO FAR NO INJURIES OR ATTACKS HAVE BEEN CONFIRMED, BUT A CITY OFFICIAL SAID THEY HAVE A TASK FORCE LOOKING INTO WHAT COULD POSSIBLY BE CAUSING SUCH AN EXTREME SITUATION.

RECORDS INDICATE THAT THE WEATHER PATTERNS HAVE NOT DRAMATICALLY CHANGED IN THE PAST YEAR -- WHICH SOME THOUGHT MAY BE AN EASY ANSWER TO POINT TO THE CAUSE OF THIS HEAVY BREEDING. TO FURTHER COMPOUND THIS BIZARRE SET OF EVENTS -- SOME RESIDENTS NEAR CENTRAL PARK, ARE ALSO REPORTING A HEAVY PRESENCE OF BIRDS IN THE AREA. RAVENS, CROWS, AND EVEN SOME BATS ARE HOVERING IN CERTAIN POCKETS LIKE SOMETHING OUT OF AN ALFRED HITCHCOCK MOVIE. WE'RE TRYING TO GET FOOTAGE OF SOME OF THE WORST STRICKEN AREAS, SO STAY WITH US, AS THE TALK OF THE TOWN GANG BRINGS YOU FURTHER DETAILS OF THIS BREAKING STORY NEXT HOUR.









YOU GUYS HAVE BEEN DOING A GREAT JOB OF DEFLECTING THE MEDIA-- TELL THE TEAM TO KEEP IT UP. SUSAN WILL BE COORDINATING ANY TALKING POINTS ABOUT THE FOUNDATION'S CURRENT STATUS. BUT UNTIL WE HEAR MORE ABOUT SARA'S CONDITION, WE REMAIN ON LOCKDOWN.

DON'T KNOW IF YOU'VE HEARD, MARC, BUT A HANDFUL OF OUTLETS HAVE DROPPED US FROM THEIR TOP STORY FEED.

FOR WHAT?

SOME-THING ABOUT A BUG INFESTATION AROUND THE CITY.

YOU'RE KIDDING.

I WISH.

LET ME TAKE A LOOK... THAT CAN'T BE RIGHT.



NO! NOT AGAIN! I'M GOING TO STRANGLE THIS THING! BOB, HOW'S YOUR COMPUTER? MINE KEEPS GRINDING AGAIN!



MINE TOO.

JUSTIN? HOW'S YOURS?

IT'S FOR SHIT. GRINDING LIKE A DOG IN HEAT.

THAT DOESN'T EVEN MAKE SENSE. WHAT'S A DOG GOT TO DO WITH ANYTHING? NEVER MIND...

CALL UP THE I.T. GUYS AND TELL THEM TO GET UP HERE... PRONTO! THIS IS THE THIRD TIME THIS HAS HAPPENED TODAY.

ALREADY CALLED-- SAID THEY'RE TOO BUSY WITH OTHER STUFF.

OTHER STUFF?!



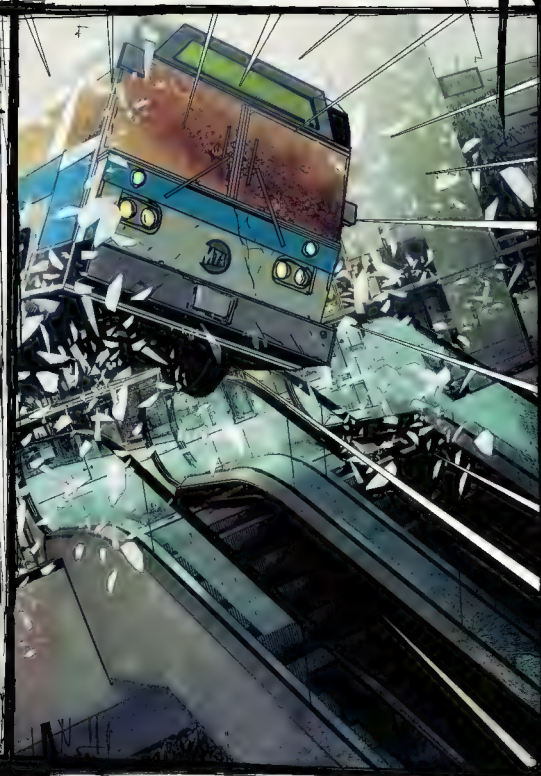
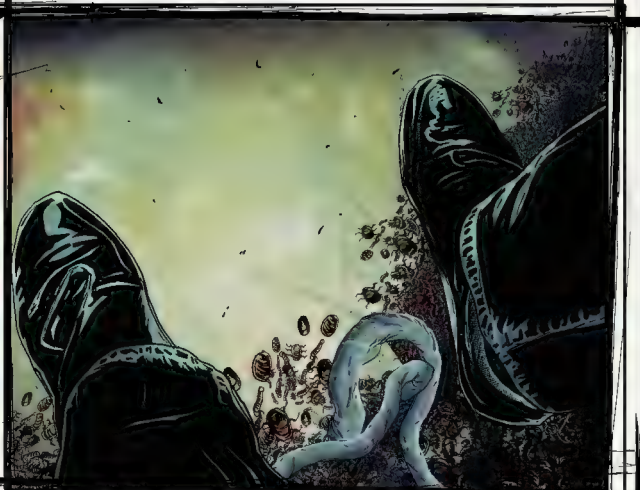
WHAT'S MORE IMPORTANT THAN US HAVING ACCESS TO THE EXPENSIVE TECHNOLOGY THAT WE BUILT... SO WE CAN HELP SAVE THIS FOUNDATION FROM THE MEDIA WOLVES AT OUR DOORSTEPS?

JEMIAH! BEN! I DON'T MEAN TO BUST YOUR BALLS, BUT I NEED YOU UPSTAIRS! NOW!



NO CAN DO. WE'VE GOT A SHITSTORM GOING ON IN THE SERVER ROOMS. SOMEHOW A BOATLOAD OF COCKROACHES ARE CLOGGING THE VENTS, CAUSING THE MAINFRAME TO OVERHEAT. EVERYONE'S SCREAMING AT US RIGHT NOW.







Is this chance somewhere?

gasp!

IN THE FUTURE IT WILL BE WRITTEN THAT IT WAS THIS FATEFUL FALL FROM THE SKY THAT SET EVERYTHING IN MOTION. THAT CAUSED EVERYTHING TO CHANGE.

IT WAS A PERFECT COMBINATION OF BLUDD'S TOXIC BODY COMPOSITION, THE SYMBIOTE'S RELEASE OF ITS OWN POWER, AND THE FACT THAT JIM DOWNING'S SOUL HAD BEEN TO HEAVEN, HELL AND 'THE BLACK.'

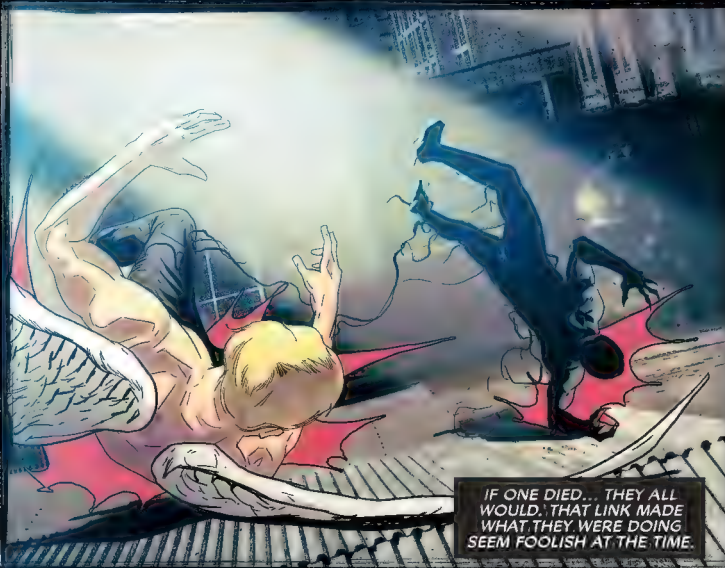
AND THAT COMBINATION WAS THE BRIEF OPPORTUNITY NEEDED TO PUSH OVER THE FIRST, FATEFUL DOMINO IN THIS BATTLE...

THOUGH NONE OF THE COMBATANTS WOULD EVER BE AWARE OF THAT FACT.

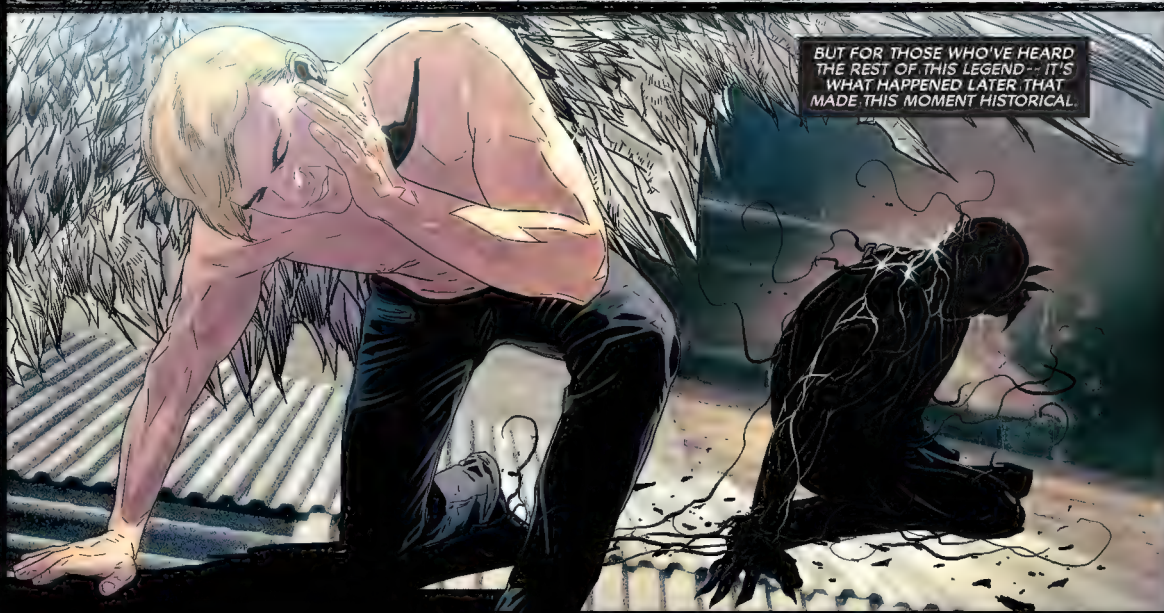


INSTEAD THEY WAGED  
A BATTLE AGAINST EACH  
OTHER THAT SHOOK  
THE VERY ROOFTOPS.

A FIGHT THAT COULDN'T END IN  
ANYONE'S DEATH... BECAUSE THEY  
EACH NEEDED ONE ANOTHER  
FOR THEIR OWN SURVIVAL.



IF ONE DIED... THEY ALL  
WOULD. THAT LINK MADE  
WHAT THEY WERE DOING  
SEEM FOOLISH AT THE TIME.



BUT FOR THOSE WHO'VE HEARD  
THE REST OF THIS LEGEND -- IT'S  
WHAT HAPPENED LATER THAT  
MADE THIS MOMENT HISTORICAL.

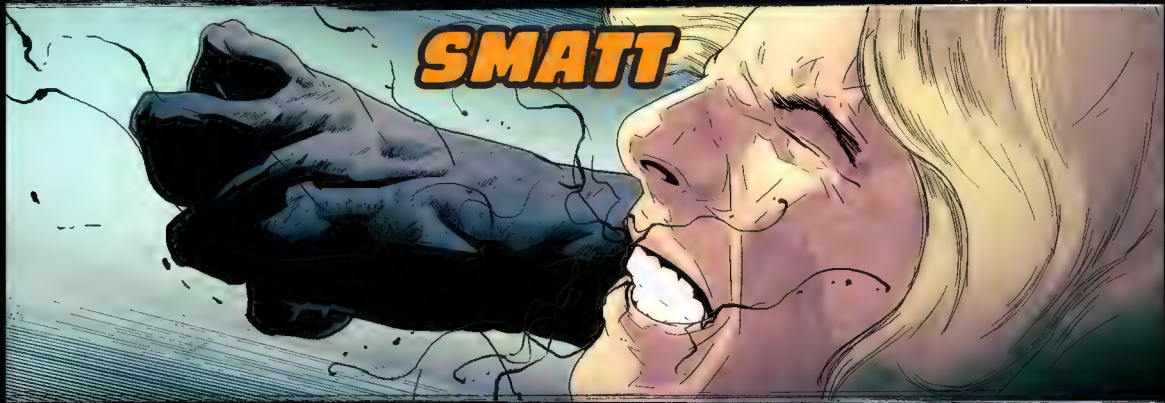




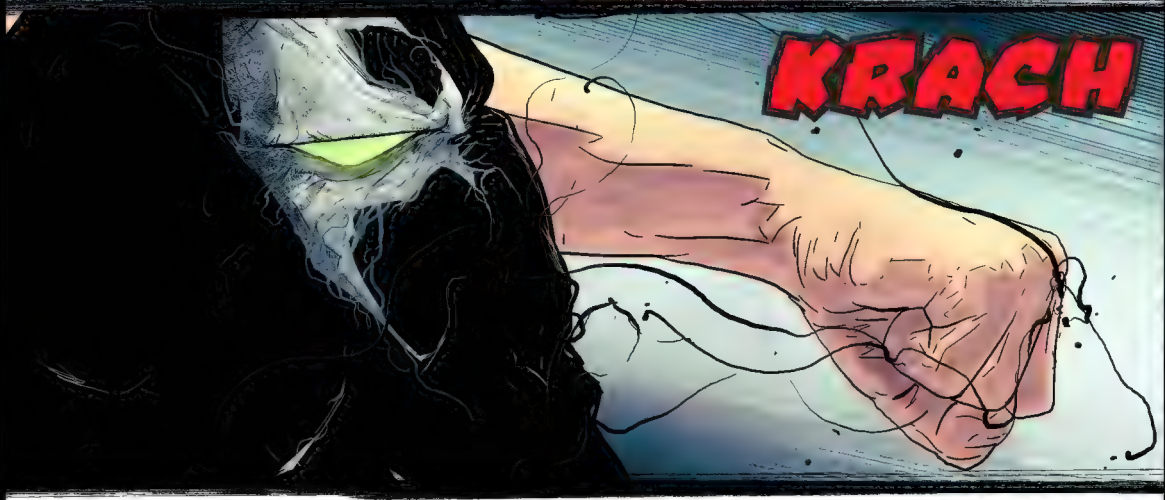
BECAUSE IT WAS WHEN THE FIRST  
FISSION BEGAN. WHEN A SINGLE  
SLIVER OF LIGHT CUT ACROSS THE  
DARKNESS WHERE HE'D BEEN  
HIDING FOR SO LONG.



AND THAT CRACK  
WOULD SOON  
TURN INTO A  
GAPING HOLE!



**SMATT**




**KRACH**










IT  
WOULDN'T  
KILL YOU! I  
WAS BEGGING IT  
TO, DO IT BUT  
IT WOULDN'T  
LISTEN!



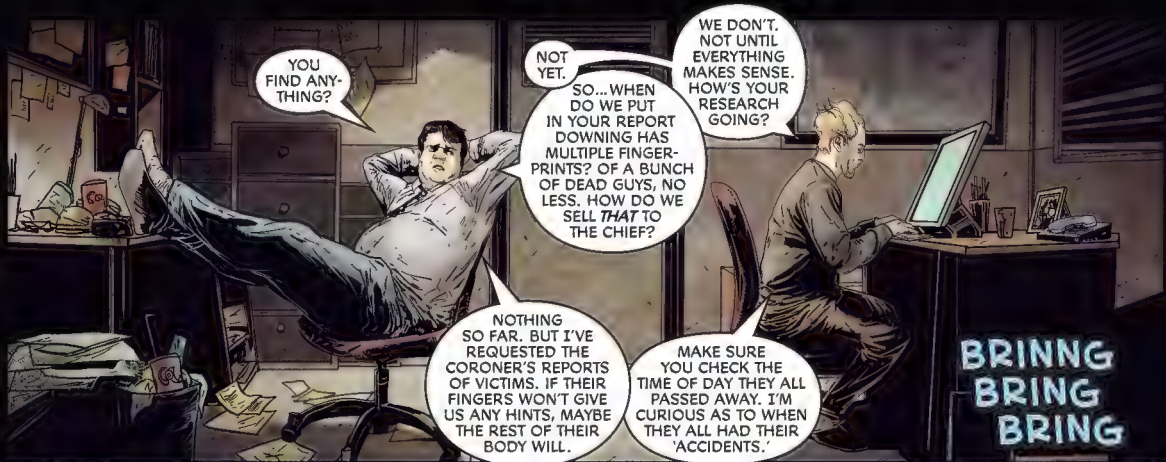
BECAUSE  
IT KNEW.  
IT'S DAYS WERE  
NUMBERED.

WHEN HE  
DOESN'T *EXIST*  
ANYMORE?

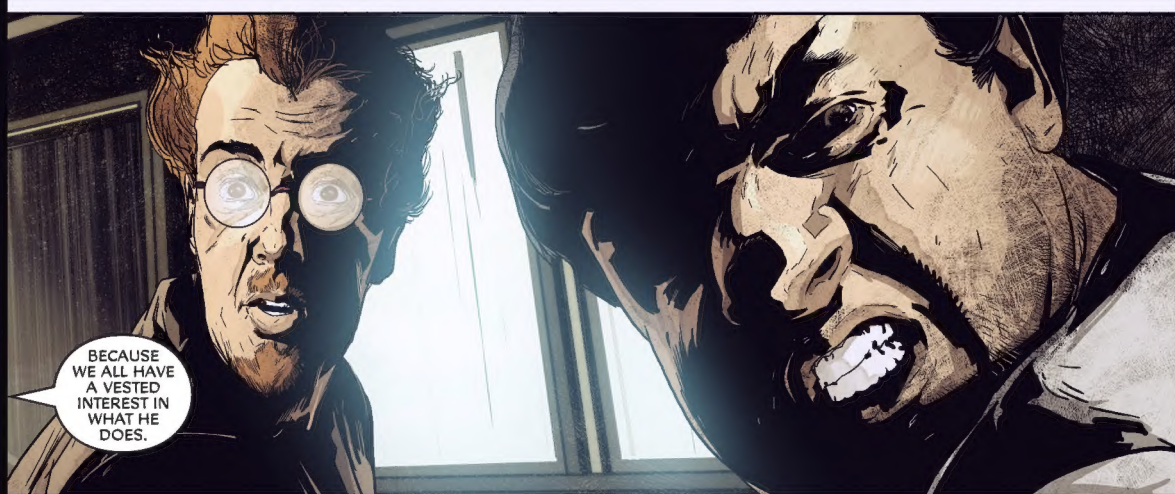
HOW  
COULD IT KILL  
DOWNING...











BECAUSE  
WE ALL HAVE  
A VESTED  
INTEREST IN  
WHAT HE  
DOES.



**COG!**

IN THE  
FLESH, SO TO  
SPEAK.

HOW'D  
YOU...

MAKE A  
CALL AND GET  
HERE AT THE SAME  
TIME? SURELY, YOU'RE  
PAST THOSE KINDS OF  
SURPRISES. WE'VE BEEN  
THROUGH THIS  
A HANDFUL OF TIMES.  
SO, YOUR REDUNDANT  
QUESTIONS ARE  
QUITE  
TIRESOME.



LISTEN HERE YOU  
ARROGANT PIECE OF SHIT!  
YOU THINK YOU'RE SOMETHING  
SPECIAL?! OR SCARY? OR CLEVER?  
I DON'T! BECAUSE I KNOW YOU  
DON'T CARE ABOUT ANYTHING BUT  
YOURSELF! SO STOP WITH THE  
GRANDIOSE ACT... I'M NOT  
BUYING IT!

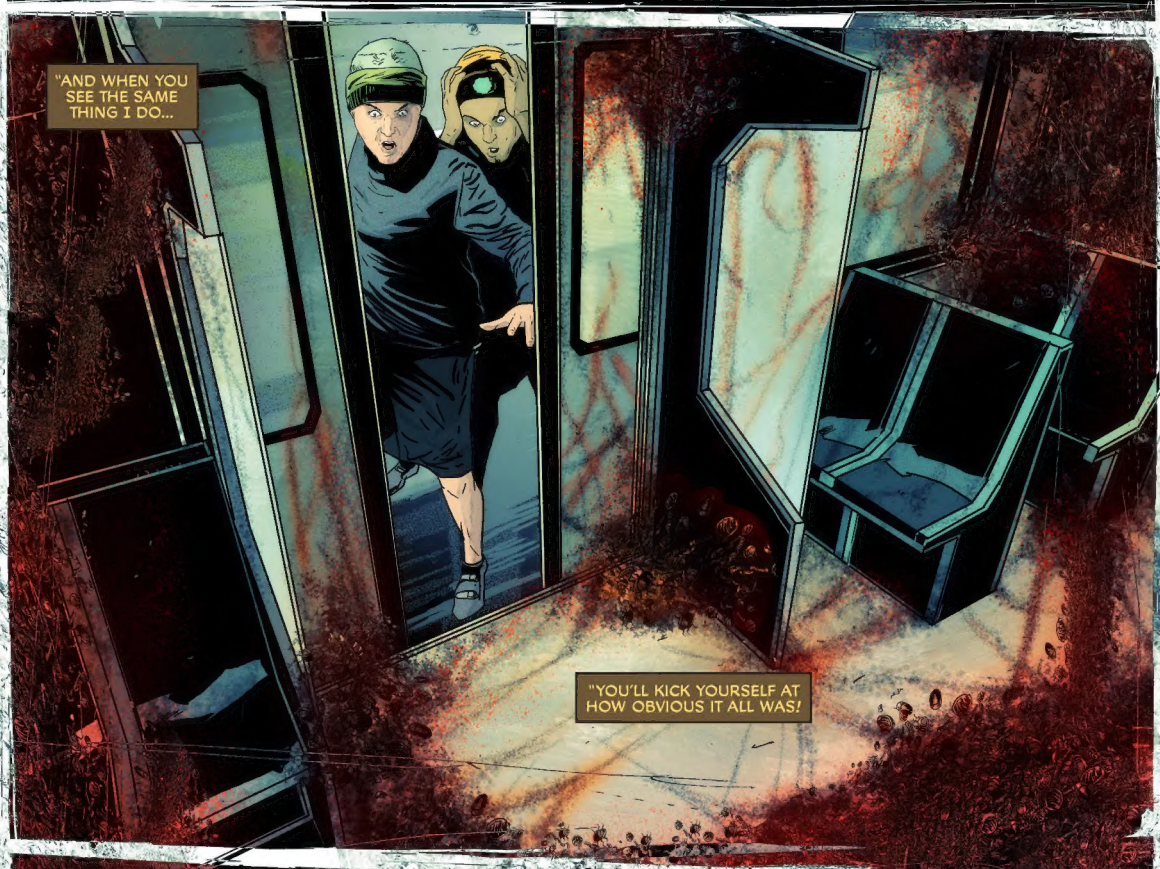
SAM!  
BACK OFF...  
PLEASE!

IT'S FINE,  
TWITCH. I CAME  
FOR YOU ANYWAY.  
NOT THIS  
BUFFOON.



I'M HERE  
TO TELL YOU  
YOU'RE LOOKING  
AT THE CLUES  
WRONG.







TWITCH!  
TURN ON YOUR  
TV-- YOU AND SAM  
NEED TO SEE WHAT'S  
HAPPENING OUT-  
SIDE! WE'VE GOTTEN  
CALLS THE PAST FEW  
HOURS BUT IT SEEMS  
TO BE GETTING  
WORSE!

ONE  
CHANNEL'S  
SHOWING  
AERIAL VIEWS  
RIGHT  
NOW.

SOME  
SOURCES ARE  
TELLING US THAT CERTAIN  
POCKETS OF THE CITY ARE  
FAR WORSE THAN OTHERS!  
WE ARE TRYING TO SEE IF  
WE CAN BRING VIEWERS A  
CLOSER LOOK, BUT FROM  
MY VANTAGE... WE DON'T  
NEED TO GET MUCH  
CLOSER.

YOU'RE  
GOING TO  
**DIE!**  
EVERY LAST  
**ONE**  
OF YOU!

ENOUGH!

IF YOU HAD  
THE POWER, YOU  
WOULDN'T NEED TO TALK.  
**YOU'D JUST KILL ME!**  
BUT YOU CAN'T... OR YOU  
WON'T. SO YOU DON'T GET TO  
SIT THERE AND QUESTION  
ANYTHING I WANT  
YOU TO DO!

REPORTING LIVE

AND I HOPE  
YOU KEEP POURING  
OUT ALL THE EVIL INSIDE  
YOU! IT'LL MAKE THINGS  
THAT MUCH EASIER FOR  
ME! BECAUSE YOU'RE  
DONE CONTROLLING  
ME!

**NEXT: THE 250th ANNIVERSARY ISSUE!**

**THE RETURN OF SIMMONS! AND THE DEATH OF JIM DOWNING??**







Tyrant  
Lizard  
King

EMPIRE